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BOARD CERTIFIED:
REAL ESTATE LAW

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January 16, 2002

SENT BY FEDEX

Secretary of State
Department of Corporations
P. O. Box 6327
409 East Gaines Street
Tallahassee, Florida 32301

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***155.00 ***155.00

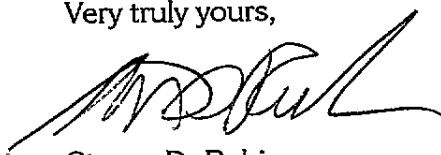
Re: Vista Del Mar, LLC

Gentlemen:

Enclosed herewith please find an original and one copy of the Articles of Organization for Vista Del Mar, LLC, along with my check in the amount of \$155.00 for the filing fee.

Thanking you in advance for your assistance and cooperation. If you have any questions please do not hesitate to contact me.

Very truly yours,



Steven D. Rubin

SDR/mjh
enclosures

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OK

ARTICLES OF ORGANIZATION OF

VISTA DEL MAR, LLC

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be VISTA DEL MAR, LLC and its principal office shall be located at 1101 Vista Del Mar Drive, North, City of Delray Beach, County of Palm Beach, State of Florida 33483, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address is the same.

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liabilities companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth

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in these Articles to the same extent as a natural person might or could do.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision or department, and to perform and carry out, assign, cancel or rescind any of the contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the

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furtherance of any of the powers herein set forth in the Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause, except as otherwise expressed, be in no way limited or restricted by reference to or interference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV

MANAGEMENT

This limited liability company shall be managed by two (2) managers. The names and

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addresses of the persons who shall serve until the first annual meeting of members, or until successors are elected and qualified, are as follows: Stephen E. Gravett, 1101 Vista Del Mar Drive North, Delray Beach, Florida 33483 and Paul T. Rhodes, Jr., 1100 Vista del Mar, Drive South, Delray Beach, Florida 33483.

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrences of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

ARTICLE VI

CAPITAL CONTRIBUTIONS

Capital contributions each in the amount of One Thousand Dollars (\$1,000.00) shall be paid to the limited liability company by the two (2) members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

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ARTICLE VII
PROFITS AND LOSSES

1. Sharing of Profits. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to the distributive share of the profits specified as follows:

<u>Name</u>	<u>Percentage</u>
Stephen E. Gravett	50%
Paul T. Rhodes, Jr.	50%

The distributive share of the profits shall be determined and paid to the members within forty-five (45) days of the end of the fiscal year of the company or as agreed to by its members.

2. Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if such sources are insufficient to cover such losses, by the members in the following shares:

<u>Name</u>	<u>Percentage</u>
Stephen E. Gravett	50%
Paul T. Rhodes, Jr.	50%

ARTICLE VIII
DURATION

This limited liability company shall exist until a date not to exceed 30 years from the date of filing with the Department of State, or until dissolved in a manner provided by law, or

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as provided in the regulations adopted by the members.

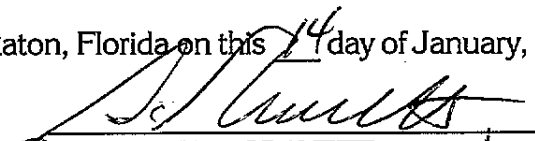

ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 1101 Vista Del Mar Drive North, Delray Beach, Florida 33483, and the name of the company's initial registered agent at such address is Stephen E. Gravett.

The undersigned, being the original members of the limited liability company certify that the foregoing constitutes the proposed Articles of Organization of VISTA DEL MAR, LLC.

Executed by the undersigned at Boca Raton, Florida on this 14 day of January, 2002.


STEPHEN E. GRAVETT

PAUL T. RHODES, JR.

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was sworn to, subscribed and acknowledged before me this 14 day of JAN, 2002, by Stephen E. Gravett and Paul T. Rhodes, Jr., who
(please check one)
☒ Both is (are) personally known to me OR
_____ has (have) produced _____ as identification and he/she/they
(please check one)
☐ did take an oath
☒ did not take an oath

My Commission Expires

BARBARA LUCHTMAN
Notary Public, State of Florida
My comm. exp. June 3, 2005
Comm. No. DD 005847


Notary Public

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STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida.

The name of the limited liability company is VISTA DEL MAR, LLC.

The name of the registered agent for VISTA DEL MAR, LLC is Stephen E. Gravett, and the street address of the company's principal office where the agent is located is 1101 Vista Del Mar Drive North, Delray Beach, Florida 33483.

This statement is to acknowledge that, as indicated above, VISTA DEL MAR, LLC has appointed me, Stephen E. Gravett as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of the position as registered agent.

Dated: 1-14-02


STEPHEN E. GRAVETT

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was sworn to, subscribed and acknowledged before me this _____ day of _____, 2002, by Stephen E. Gravett, who
(please check one) ☒ (is) (are) personally known to me OR
_____ has (have) produced _____ as identification and he/she/they
(please check one) ☐ did take an oath

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✓ did not take an oath

My Commission Expires

BARBARA LUCHTMAN
Notary Public, State of Florida
My comm. exp. June 3, 2005
Comm. No. DD 005847

Barbara Luchtmann
Notary Public

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